



Harter Secrest & Emery LLP

ATTORNEYS AND COUNSELORS

WWW.HSELAW.COM

M/045/0037
Task 3826
cc: Leslie

October 21, 2010

Mr. Paul Baker, Supervisor
Division of Oil, Gas and Mining
Utah Department of Natural Resources
Suite 1210
1594 West North Temple
Box 145801
Salt Lake City, Utah 84114-5801

Re: Morton Salt, Inc. Grantsville Facility
Large Mining Operation Notice of Intention
Mine: Morton Salt – Grantsville
Current Operator: Morton International, Inc.
New Operator: Morton Salt, Inc.
File Number: M045/0037
Notification of Requested Transfer of Permits

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OCT 25 2010
DIV. OF OIL, GAS & MINING

Dear Mr. Baker:

Harter Secrest & Emery is counsel to Morton Salt, Inc. ("MSI") and its subsidiary Morton International, LLC ("MI, LLC"), formerly Morton International, Inc. ("MII"). We are writing to inform you that on October 1, 2010, MI, LLC's salt business assets and operations – including the MI, LLC salt mining operations at the Grantsville facility – were transferred to MSI.

We are hereby requesting transfer of the Large Mining Operation Notice of Intention ("NOI") for the Morton Salt – Grantsville salt mine from MII to MSI. The transfer should be made effective as of October 1, 2010, the date of the transfer of MI, LLC's assets and operations to MSI. From that date forward, MSI has been and will be responsible for compliance with the applicable mining requirements and obligations. There will be no changes to the mining operations at the Grantsville facility. We will assume that the Large Mining Operation NOI has been transferred to MSI as requested unless you inform us otherwise by October 28, 2010.

We have enclosed the following:

- o Form MR-TRL, Application for Transfer of Notice of Intention to Commence Large Mining Operations, executed by MII, the transferor, and MSI, the transferee;
- o The Certification page from Form MR-LMOR, Notice of Intention to Conduct Large Mining Operations, executed by MSI;
- o Form MR-REV, Application for Mineral Mine Plan Revision or Amendment, along with revised and updated versions of page 2 and page 10 from MII's November 4, 1991 NOI;

Mr. Paul Baker, Utah Department of Natural Resources
October 21, 2010
Page 2

- Form MR-RC, Large Mine Reclamation Contract, executed by MSI; and
- MSI's surety bond rider, showing MSI as the principal, in the amount of \$2,129,975. We understand that MII will retain responsibility for financial assurance requirements related to the Large Mining Operation NOI until the Utah Department of Natural Resources is satisfied that MSI has met the financial assurance requirements.

Consistent with the revised and updated page 2 from MII's November 4, 1991 NOI that is attached to Form MR-REV, please send all future correspondence to Keith Morgan, the Facility Manager, at the facility (the facility address has not changed but we have corrected a typo in the zip code):

**Morton Salt, Inc.
Attention: Mr. Keith Morgan, Facility Manager
Exit 84 Interstate 80
Grantsville, Utah 84029**

Please contact me at (585) 231-1449 or ttuori@hselaw.com if you have any questions or require additional information about this matter. Thank you.

Very truly yours,

Harter Secrest & Emery LLP



Thomas M. Tuori, Esq.

DIRECT DIAL: (585) 231-1449
E-MAIL: TTUORI@HSELAW.COM

TMT:mme
Enclosures as noted

cc: Ms. Leslie Heppler, Utah Department of Natural Resources
Mr. Gary Kruger, Morton Salt, Inc.
Scott Schlautman, Esq., Morton Salt, Inc.
Mr. Scott Johnson, Morton Salt, Inc. – Grantsville

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION of OIL, GAS and MINING
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
(801) 538-5291

APPLICATION FOR TRANSFER
OF
NOTICE OF INTENTION TO COMMENCE LARGE MINING OPERATIONS

Application is hereby made to transfer the permit to commence large mining operations for the
Morton Salt - Grantsville mine, permit # M/045 /0037, currently
operated by Morton International, Inc. (transferor)
to Morton Salt, Inc. (transferee).

As used herein, TRANSFEROR refers to the current operator; TRANSFEE refers to the
proposed new operator; NOI refers to the Notice of Intention to Commence Large Mining
Operations; PERMIT refers to the approved (or accepted) NOI, including the reclamation
contract and reclamation surety.

Upon approval of the Application for Transfer:

1. The Transferor agrees to transfer all rights and obligations to operate under the terms of the NOI to the Transferee. The Transferor will not retain any rights to conduct mining operations within the area covered by the approved NOI.
2. Both parties understand the transfer of the ***NOI is not complete until all the applicable requirements are met***, including the submittal and Division approval of an appropriate reclamation surety and a reclamation contract.
3. The transferee has read and has a copy of the current NOI.
4. The Transferee has inspected the site and is fully aware of all existing conditions and responsible for compliance with the conditions of the permit and the obligations regardless of the nature of the conditions at the site.
5. Transferee shall conduct mining operations on lands included in the NOI in accordance with the Utah Mined Land Reclamation Act, (ACT) Sections 40-8-1 et seq., Utah Code Annotated, (2005, as amended), and the rules promulgated under the ACT (R647- et seq., and the approved NOI.
6. The Transferee shall provide a surety in a form and amount approved by the Division to assure reclamation of the lands affected by the mining operations.

The **Transferor** will remain liable for compliance at the mine site until this transfer application is approved.

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DIV. OF OIL, GAS & MINING

The signatory below represents that he/she has authority to execute this transfer on behalf of the Transferor, if not a natural person. Statements made in the application are true and correct to the best of my knowledge and belief.

TRANSFEROR:

Morton International, Inc.

Operator/Transferor Name

By Richard L. Wilson

Name of Authorized Officer (Typed or Printed)

Vice President, Manufacturing

Title of Authorized Officer

R. Wilson

Officer's Signature

10-20-10

Date

STATE OF Illinois)

) ss:

COUNTY OF Cook)

On the 20th day of October, 20 10, Richard L. Wilson personally appeared before me, who being by me duly sworn did say that he/she is an Vice President (owner, officer, director, partner, agent or other (specify)) of the Operator Morton International, Inc. and duly acknowledged that said instrument was signed on behalf of said Operator by authority of its bylaws, a resolution of its board of directors, or as may otherwise be required to execute the same with full authority and to be bound hereby.

Wanda Rogers

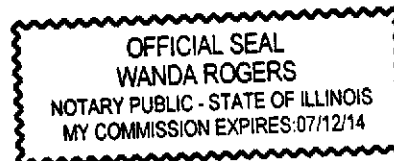
Notary Public

Chicago, IL

Residing at

July 12, 2014

My Commission Expires:



The signatory below represents that he/she has authority to execute this transfer on behalf of the Operator/Transferee, if not a natural person; and the operator/transferee is a properly organized entity in good standing under the laws of Utah and the United States, is registered as an entity authorized to do business in the State of Utah. Statements made in the application are true and correct to the best of my knowledge and belief.

TRANSFeree:

Morton Salt, Inc.

Operator/Transferor Name

By Mark L. Roberts

Name of Authorized Officer (Typed or Printed)

CEO

Title of Authorized Officer

[Signature]

Officer's Signature

10/20/10

Date

STATE OF Illinois

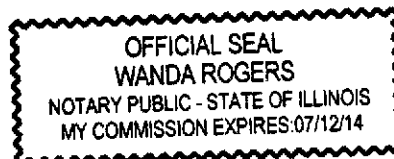
COUNTY OF Cook) ss:

On the 20th day of October, 20 10, Mark L. Roberts personally appeared before me, who being by me duly sworn did say that he/she is an Chief Executive Officer (owner, officer, director, partner, agent or other (specify)) of the Operator Morton Salt, Inc. and duly acknowledged that said instrument was signed on behalf of said Operator by authority of its bylaws, a resolution of its board of directors, or as may otherwise be required to execute the same with full authority and to be bound hereby.

Wanda Rogers
Notary Public

Chicago, IL
Residing at

July 12, 2014
My Commission Expires:



STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING
1594 West North Temple Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
Telephone: (801) 538-5291 Fax: (801) 359-3940

NOTICE OF INTENTION TO COMMENCE LARGE MINING OPERATIONS

The informational requirements of this form are based on provisions of the Mined Land Reclamation Act, Title 40-8, Utah Code Annotated 1987, and the General Rules as promulgated under the Utah Minerals Regulatory Program. (R647-4-et seq.)

These pages will replace the corresponding pages in the original NOI.

1. GENERAL INFORMATION

1. Name of Mine: _____
2. Legal name of entity (or individual) for whom the permit is being requested:
Mailing Address: _____
City, State, Zip: _____
Phone: _____ Fax: _____
E-mail Address: _____

Type of Business:

Corporation _____, LLC _____, Partnership – general _____ or limited _____,
Sole Proprietorship (dba) _____, or Individual _____

Entity must be registered (and maintain registration) with the State of Utah, Division of Corporations (DOC).

Are you currently registered to do business in the State of Utah? Yes _____ No _____

Entity # _____

If no, contact DOC at www.commerce.utah.gov to renew or apply.

Local Business License # : _____ (if required)

Issued by: City: _____ or County: _____

If Business is a Sole Proprietor:

Name of owner: _____ Title: _____
Business Address: _____
City, State, Zip: _____
Phone: _____ Fax: _____
E-mail Address: _____

If Business is a Partnership:

Name of Partner: _____
Business Address: _____
City, State, Zip: _____
Phone: _____ Fax: _____
E-mail Address: _____

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DIV. OF OIL, GAS & MINING

If Business is a Corporation:

Name of Officers: _____ Title: _____
_____ Title: _____
_____ Title: _____
_____ Title: _____
Corporate Address: _____
City, State, Zip: _____
Phone: _____ Fax: _____
E-mail Address: _____

If Business is a Limited Liability Company: Member Managed _____ Manager Managed _____

Name of 1st Member/Manager: _____ Title: _____
Business Address: _____
City, State, Zip: _____
Phone: _____ Fax: _____
E-mail Address: _____

2nd Member/Manager: _____ Title: _____
Business Address: _____
City, State, Zip: _____
Phone: _____ Fax: _____
E-mail Address: _____

2. Contacts:

This person may be notified for: permitting _____ surety _____ Notices _____
(please check all that apply)

Name: _____ Title: _____
Address: _____
City, State, Zip: _____
Phone: _____ Fax: _____
Emergency, Weekend, or Holiday Phone: _____
E-mail Address: _____

This person may be notified for: permitting _____ surety _____ Notices _____
(please check all that apply)

Name: _____ Title: _____
Address: _____
City, State, Zip: _____
Phone: _____ Fax: _____
Emergency, Weekend, or Holiday Phone: _____
E-mail Address: _____

Registered Utah Agent (as identified with the Utah Dept of Commerce) *(if individual leave blank):*

Name: _____ Title: _____
Address: _____
City, State, Zip: _____
Phone: _____ Fax: _____
E-mail Address: _____

3. Certification:

This certification must be signed by:

- (1.) an executive officer if the applicant is a corporation;
- (2.) a partner if applicant is a partnership (general or limited);
- (3.) the owner if applicant is a sole proprietorship;
- (4.) the member or manager if applicant is a limited liability company; or
- (5) the individual if the applicant is filing as an individual:

I state under penalty of perjury under the laws of the state of Utah and the United States of America that:

- a. Morton International, Inc. (transferor), has provided a copy of the approved mining and reclamation plan. I will follow the approved mining and reclamation plan until such time that I provide the Division with an amended Notice of Intention (plan) and receive approval of the amended Notice; AND
- b. I commit to the reclamation of the aforementioned large mining operation as required by the Utah Mined Land Reclamation Act (40-8) and the rules as specified by the Board of Oil, Gas and Mining.

Signature:  Date: 10/2/10

Name (typed or printed): Mark L. Roberts

Title/Position (if applicable): CEO

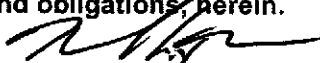
Application for Mineral Mine Plan Revision or Amendment

Operator: Morton Salt, Inc.			
Mine Name: Morton Salt-Grantsville		File Number: M/ 045 / 0037	
Provide a detailed listing of all changes to the mining and reclamation plan that will be required as a result of this change. Individually list all maps and drawings that are to be added, replaced, or removed from the plan. Include changes of the table of contents, section of the plan, pages, or other information as needed to specifically locate, identify and revise or amend the existing Mining and Reclamation Plan. Include page, section and drawing numbers as part of the description.			
DETAILED SCHEDULE OF CHANGES TO THE MINING AND RECLAMATION PLAN			
			DESCRIPTION OF MAP, TEXT, OR MATERIALS TO BE CHANGED
<input type="checkbox"/> ADD	<input checked="" type="checkbox"/> REPLACE	<input type="checkbox"/> REMOVE	Page 2 of Morton International, Inc.'s ("MII") November 4, 1991 NOI ("1991 NOI").
<input type="checkbox"/> ADD	<input checked="" type="checkbox"/> REPLACE	<input type="checkbox"/> REMOVE	Page 10--signature page--from MII's 1991 NOI.
<input type="checkbox"/> ADD	<input type="checkbox"/> REPLACE	<input type="checkbox"/> REMOVE	
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I hereby certify that I am a responsible official of the applicant and that the information contained in this application is true and correct to the best of my information and belief in all respects with the laws of Utah in reference to commitments and obligations, herein.

Mark L. Roberts

Print Name



/ CEO

Sign Name, Position

10/20/10
Date

Return to:

State of Utah
Department of Natural Resources
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
Phone: (801) 538-5291 Fax: (801) 359-3940

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FOR DOGM USE ONLY:

File #: M/ /

Approved: _____

Bond Adjustment: from (\$) _____
to \$ _____

Changes in items 2, 3, 4, 6
by MLK on 10/20/10
(initial) (date)

1. GENERAL INFORMATION (Rule R613-004-104)

1. Mine Name: Morton Salt - Grantsville

2. Name of Applicant or Company: Morton International; Morton Salt Corporation (X) Partnership () Individual () Morton Salt, Inc.

3. Permanent Address: Exit 84, Interstate 80
Grantsville, UT 84029
100 North Riverside Plaza
Chicago, IL 60606-1597

4. Company Representative (or designated operator): Keith Morgan
Name: Gary C. Price
Title: Facility Manager
Address: Exit 84 Interstate 80 Grantsville, UT 84029
Phone: 801/250-6335

5. Location of Operation:
County(ies) See Page 2A
Township: _____ Range: _____ Section: _____
Township: _____ Range: _____ Section: _____
Township: _____ Range: _____ Section: _____

6. Ownership of the land surface: Private (Fee), Public Domain (BLM), National Forest (USFS), State of Utah or other:
Morton Salt, Inc.

Name: <u>Morton International</u>	Address: _____
Name: <u>State of Utah</u>	Address: _____
Name: <u>BLM-Public Domain*</u>	Address: _____
Name: <u>USA-Public Domain</u>	Address: _____

7. Owner(s) of record of the minerals to be mined:

Name: <u>State of Utah</u>	Address: _____
Name: _____	Address: _____
Name: _____	Address: _____
Name: _____	Address: _____

8. Have the above owners been notified in writing? Yes X No _____
If no, why not? _____

9. Does the operator have legal right to enter and conduct mining operations on the land covered by this notice? Yes X No _____

* Currently negotiating with BLM to trade property that is located in NWQtr Section 13, Twp. 1S R.6W, Tooele Co., Utah.

VIII. SIGNATURE REQUIREMENT

See new certification below.

I hereby certify that the foregoing is true and correct.

Signature of Operator/Applicant: [Signature]

Name (typed or print):

Gary C. Brice

Title/Position (if applicable):

Facility Manager/Operator

Date:

11-1-91

PLEASE NOTE:

Section 40-8-13(2) of the Mined Land Reclamation Act provides for maintenance of confidentiality concerning certain portions of this report. Please check to see that any information desired to be held confidential is so labeled and included on separate sheets or maps. Only information relating to the location, size or nature of the deposit may be protected as confidential.

Confidential Information Enclosed: () Yes ☒ No

I hereby certify that the foregoing
is true and correct.

Signature of Operator/Applicant: [Signature]

Name: Mark Roberts

Title: CEO

Date: 10/20/10